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PATENT TRADEMARK OFFICE

**DECLARATION AND POWER OF ATTORNEY
FOR PATENT APPLICATION**

Atty. Docket No. BH2090.2.P2

As a below named inventor, I hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if multiple names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled

**ELECTRONIC COMMERCE TRANSACTIONS WITHIN A MARKETING SYSTEM THAT MAY
CONTAIN A MEMBERSHIP BUYING OPPORTUNITY**

the specification of which

_____ is attached hereto.
_____ was filed on _____ as United States Application Serial No. _____
☒ was filed on 02/29/2000 as PCT International Application No. PCT/US00/05074
☒ was amended on (if applicable) 08/31/2001.

I hereby appoint the following attorneys and/or agents to prosecute this application and transact all business in the United States Patent and Trademark Office connected therewith: Jill M. Beckman, Reg. No. 36,741, Lynn E. Schwenning, Reg. No. 37,233, Amy I. Ahn, Reg. No. 44,498, Marc Filigenzi, Reg. No. 46,700

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I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I hereby state that I have signed this Declaration on my own behalf and on behalf of the non-signing joint inventors; Bruce H. Carlson and William Hazard who have refused to sign. Accompanying this Declaration is a Statement of Facts in Support of Filing on Behalf of the Non-signing Inventors.

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, §1.56, including for continuation-in-part applications, materials which became available between the filing date of the prior application and the National or PCT International filing date of the continuation-in-part application.

I hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) or (f) or §365(b) of any foreign application(s) for patent or inventor's certificate(s) or §365(a) of any PCT International application which designated at least one country other than the United States listed below and have also identified below, by checking the box, any foreign application(s) for patent or inventor's certificate(s), or PCT International application having a filing date before that of the application on which priority is claimed:

Priority Claimed

(Number)	(Country)	(Filing date)	Yes	No
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I hereby claim the benefit under 35 U.S.C. §120 of any United States provisional applications(s) listed below:

60/122,385	March 2, 1999
Application Serial No.	(Filing Date)
60/126,493	March 25, 1999
Application Serial No.	(Filing Date)

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s), or §365(c) of any PCT International application designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty

to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

<u>09/515,860</u> (Application Serial No.)	<u>February 29, 2000</u> (Filing Date)	<u>Pending</u> (Status; patented, pending, abandoned)
<u>PCT/US00/05074</u> (Application Serial No.)	<u>February 29, 2000</u> (Filing Date)	<u>Published</u> (Status; patented, pending, abandoned)

All statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

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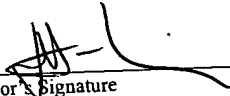
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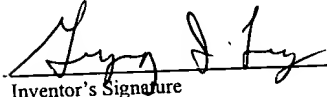
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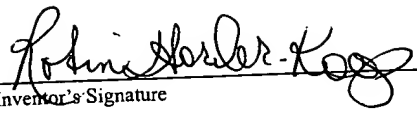
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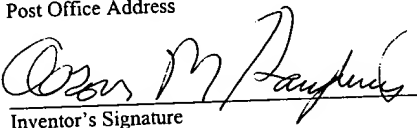
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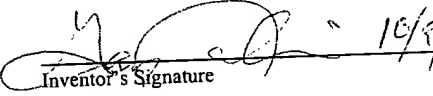
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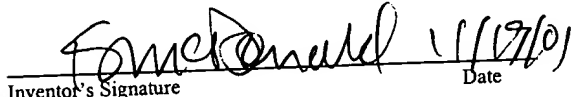
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